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Tennessee's
Premiere Internet Service Provider

<http://www.aeneas.net>

EXECUTIVE SECRETARY

November 16, 2001

Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

ATTN: Mr. David Waddell, Executive Secretary

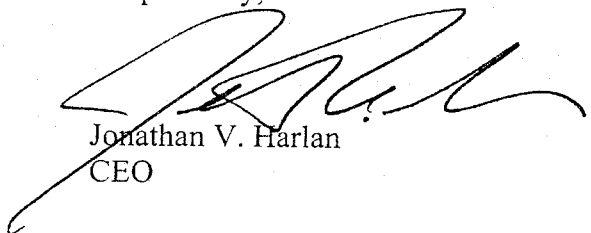
RE: The Aeneas Communications, L.L.C. and Bellsouth Telecommunications, Inc.
Interconnection Agreement, Attachment 2, Section 4.1.3.2.2 and Section 4.1.3.2.3

Dear Mr. Waddell:

With the changes proposed by the Tennessee Regulatory Authority, Aeneas Communications consents to the amendment to the Interconnection Agreement with BellSouth Telecommunications, Inc.

Many thanks for your assistance in this matter.

Respectfully,



Jonathan V. Harlan
CEO

cc: Mr. Carci Mundi